

1. Scope

Applicable to all Amgen Inc. and subsidiary or affiliated company staff members, consultants, contract workers and temporary staff worldwide (“Covered Persons”). Consultants, contract workers, and temporary staff are not Amgen employees, and nothing in this Policy should be construed to the contrary.

2. Policy

The antitrust and competition laws and regulations of the United States (“U.S.”) and other countries are generally designed to promote fair competition and seek to protect market and allocative efficiencies by prohibiting certain agreements and conduct that might unreasonably restrain competition, including conduct that results in an unjustified monopoly position (U.S.) or promotes the abuse of a dominant market position (European Union).

It is Amgen’s policy to comply with the antitrust and competition laws and regulations of the U.S. and European Union, as well as similar laws and regulations existing in other countries and regions. Amgen will not tolerate any business transaction or activity involving Amgen or Covered Persons that violates the antitrust and competition laws or regulations of any country or region in which Amgen conducts business. This Policy sets forth the requirements for (1) the types of activities that, if not undertaken in an appropriate manner, could implicate antitrust and competition laws or regulations, and (2) compliance generally with these competition laws and regulations.

Because of the complexity of the antitrust and competition laws and regulations and the potential legal consequences of violating these laws and regulations (including potential criminal penalties), Covered Persons are required to consult the Law Department for guidance if they are about to engage in or are confronted with a situation that they believe may involve or run afoul of any applicable antitrust or competition law or regulation.

Dealing with Actual or Potential Competitors

Covered Persons must decide (with the assistance and/or guidance of the Law Department, Amgen-retained experts and/or consultants, if necessary), independently of competitors, which products are to be produced, in what quantities, to whom they will sell, and at what prices, terms and conditions. Actual or potential competitors are not permitted to act in concert, including signaling to one another, or agree among themselves, to fix, set or control any of the aspects just described, except in rare circumstances and with regulatory approval.

To avoid an appearance of collusion or improper conduct, Covered Persons must never engage in public or private, oral or written contracts, discussions, or agreements with an actual or potential competitor, including for the purpose of “signaling” an actual or potential competitor, about the following matters (unless advised or granted permission to do so by the Law Department):

1. Pricing policies, discounts, margins, rebates and other terms and conditions of sale;
2. Pricing practices or trends of suppliers, wholesalers, distributors or customers;
3. Bids, the intent to bid, or bid procedures;
4. Projected profits, profit margins, market shares, or product concentrations within an identified market;
5. Costs and projected costs;

6. Business, marketing and promotional plans, including product launch dates or controls or limitations on advertising initiatives;
7. Customer or supplier selection, rejection or termination;
8. Not to sell to or buy from particular individuals or firms (so-called boycotts);
9. Current or potential research activities;
10. Credit terms;
11. Freight charges or royalties;
12. Allocating sales territories, customers, customer lists, or a particular customer's business;
13. Controlling the rate of production or market supply of any product or raw materials essential to the completion of any product.
14. Controlling or attempting to control or delay the production or market supply of any comparable product, analogue or perceived substitute for an Amgen product with potential competitor(s) (e.g., "pay for delay" or "reverse payment" provisions).

If any party asks a Covered Person to enter into an illegal or questionable agreement or to share information about Amgen practices, the Covered Person must take the following actions:

1. Inform the party that (a) such discussions may be illegal, resulting in potential criminal penalties, including jail and/or fines, for engaging in such conduct, and (b) you will not discuss this subject;
2. Immediately leave the meeting, noting your departure in any meeting minutes; and
3. Immediately inform your supervisor, the Chief Compliance Officer or the Law Department about the incident, and make a detailed note for the file.

Dealing with Customers and Distributors

Companies must ensure that their business practices and competitive actions do not give the appearance of an attempt to engage in unfair competition, e.g., abuse of a dominant position in the marketplace. Accordingly, Covered Persons should exercise caution and must consult with the Law Department before engaging in any conduct of the type noted below:

- Selling multiple Amgen products together for a discounted rate (i.e., bundling);
- Entering into agreements in which Amgen limits the individuals or firms from whom it will purchase goods or services, or attempting to limit a customer's right to purchase goods and services from others;
- Entering into agreements or understandings with distributors about the prices that the reseller will charge its customers; or
- Discriminating with respect to price, discounts, or allowances among similarly-situated and competing customers.

In addition, Covered Persons must never:

- Require a customer to buy from Amgen before buying from the customer (i.e., reciprocal dealing);
- Require that a customer purchase one Amgen product as a precondition in order to purchase a second Amgen product (i.e., tying);

- Induce customers to terminate, breach or violate contracts with competitors; or
- Bribe customers or suppliers in order to help Amgen's business interests or hurt competitors.

Other Considerations

- Covered Persons must assume that the files and documents (including emails) of Covered Persons will be produced to, and reviewed by, the antitrust or competition authorities in connection with investigations or claims involving competition or antitrust issues. Accordingly, Amgen documents (including Covered Persons' documents) must not inadvertently raise concerns under antitrust laws or regulations. Therefore, Covered Persons should use care in preparing internal and external documents to ensure that they comply with the principles set forth in this Policy.
- Note that it is not Amgen's policy to "dominate" or "control" markets, exclude rivals from access to customers or suppliers, or engage in pricing practices that would harm customers. Accordingly, Covered Persons should avoid the use of overly aggressive or colorful language that suggests or gives the appearance of conduct or activity that would be contrary to this Policy or applicable law. Language focusing on the benefits and services offered by Amgen to **customers** is preferred to language dealing with **competitors**. Covered Persons are encouraged to consult with the Law Department if they have any questions concerning this subject.
- Mergers, acquisitions, joint ventures and licensing arrangements can raise antitrust and competition issues, as well as trigger certain regulatory reporting obligations (e.g., Hart-Scott-Rodino Antitrust Improvements Act premerger notification requirements). Covered Persons engaged in such activities should ensure appropriate participation by, or obtain guidance from, the Law Department.
- Note that communications with authorities and use of regulatory procedures can raise antitrust and competition issues, for instance, if the sole purpose or primary intent is to restrict competition. Accordingly, Covered Persons are encouraged to consult with the Law Department if they have any questions concerning this subject.
- Covered Persons frequently participate in industry conferences, trade association meetings, and other meetings or activities with personnel from competitor companies. During such meetings and activities, Covered Persons must avoid discussions or interactions that might violate antitrust and competition laws and regulations, and should abide by the codes of conduct or guidelines issued by the trade association as well as by the Law Department. If a meeting of the organization starts to cover topics that are off limits for the parties to discuss, Covered Persons must:
 1. Inform the parties that (a) such discussions may be illegal, resulting in potential criminal penalties, including jail and/or fines, for engaging in such conduct, and (b) you will not discuss this subject;
 2. Immediately leave the meeting, noting your departure in any meeting minutes; and
 3. Immediately inform your supervisor, the Chief Compliance Officer or the Law Department about the incident, and make a detailed note for the file.
- If the organization is engaged in standard setting activities, the failure to disclose relevant intellectual property as part of that standard setting process can raise significant issues. Consult the Law Department for guidance.

- Additionally, as a general practice, Covered Persons should avoid disparaging competitors to customers. Statements concerning competitors that cannot be substantiated may violate unfair competition laws or regulations. As stated previously, language focusing on the benefits and services offered by Amgen to **customers** is preferred to language dealing with or concerning **competitors**, whether actual or perceived. In addition, while Covered Persons may urge a customer to exercise its rights under a contract, Covered Persons should not urge or counsel a customer to violate or terminate a valid and enforceable contract with a competitor.

3. Additional Information

Covered Persons Responsibility for Compliance

Every Covered Person worldwide is required to follow (1) the Amgen Code of Conduct, (2) laws and regulations applicable in the relevant jurisdictions, and (3) Amgen governance documents applicable to him or her, including without limitation, those relating to this Policy. Covered Persons should exert due diligence in preventing violations of such laws, regulations, and governance documents. Covered Persons must refer to the governance documents in effect for the geographic area in which they work, or for which they are responsible, or request guidance from their manager or compliance representative with responsibility for that geographic area. See Section 4, below, for a non-exhaustive list of governance documents related to this Policy. The term “governance documents” in this Policy means Amgen’s written policies, standards, procedures, business practices, and manuals.

Amgen expects its managers to (1) be familiar with (or take appropriate steps to become familiar with) the laws, regulations, and Amgen governance documents applicable to the activities they manage or supervise, (2) provide that their direct reports have appropriate training on compliance issues to perform their job functions, and (3) supervise their direct reports with respect to compliance requirements and activities.

If Amgen determines that any Covered Person has violated this Policy, related standards, procedures or controls, applicable laws or regulations, or any governance documents, appropriate disciplinary measures will be taken, up to and including immediate termination of employment, to the extent permitted by applicable laws. The following is a non-exhaustive list of possible disciplinary measures to which Covered Persons may be subject (subject to applicable law): oral or written warning, suspension, removal of job duties/responsibilities, demotion, reduction in compensation, and/or termination of employment.

Subject to applicable laws, Amgen reserves the right to take whatever disciplinary or other measure(s) it determines in its sole discretion to be appropriate in any particular situation, including disclosure of the wrongdoing to governmental authorities. Nothing in this Policy changes the at-will nature of employment at Amgen, its affiliates or subsidiaries, where applicable. Amgen may also terminate the services or work engagement of non-employee Covered Persons for violation of this Policy.